1055057

FORM D

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D,

PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EVENDTION

OMB Number: 3235-0076 Expires: Estimated average burden hours per response.....16.00

OMB APPROVAL

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CINITORNI EMITED OFFERING EAE	APCEIVED
Name of Offering (check if this is an amendment and name has changed, and indicate change.) Series D Convertible Preferred Stock, \$.01 par value per share	AUG () o anor
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section Type of Filing: New Filing Amendment	4(6) DUDGE 2 2 0 2 2 0 0 2 0 0 0 0 0 0 0 0 0 0 0
A. BASIC IDENTIFICATION DATA	(1) 210 (5)
1 Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	
Multiplex, Inc.	
Address of Executive Offices (Number and Street, City, State, Zip Cod	c) Telephone Number (Including Area Code)
5000 Hadley Road, South Plainfield, NJ 07080	(908) 757-8817
Address of Principal Business Operations (Number and Street, City, State, Zip Co- (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business	* 18 F
Manufacturer of high-speed active opto-electronic components and integrated subsystem	
Type of Business Organization Corporation limited partnership, already formed oth business trust limited partnership, to be formed	05061389 er (please
Month Year Actual or Estimated Date of Incorporation or Organization: 0 9 9 7 Actual Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for CN for Canada; FN for other foreign jurisdiction)	Estimated State: AUG 09 2005
GENERAL INSTRUCTIONS	FINANCIAL

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

-- ATTENTION --

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

1 of 9



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2 F	uses d for the fall		A. BASIC IDE	PIA I IX	TICATION DATA	** :			
2. Enter the information req		•			1				
Each promoter of th			•		-				
			•		· ·				s of equity securities of the issuer.
		•		corpo	rate general and man	aging	partners of	partne	rship issuers; and
Each general and ma	anaging partner of	partners	ship issuers.						
Check Box(es) that Apply:	Promoter	☑ Be	neficial Owner	V	Executive Officer	V	Director		General and/or Managing Partner
Full Name (Last name first, if Tsang, Won	individual)								
Business or Residence Address 8 Taylor Run, Holmdel, N.		Street, C	ity, State, Zip Co	de)					
Check Box(cs) that Apply:	Promoter	□ Ве	neficial Owner		Executive Officer	Z	Director		General and/or Managing Partner
Full Name (Last name first, if Tan, Lip-Bu	individual)								
Business or Residence Address 750 Battery Street, Suite 70	`	,		de)					
Check Box(es) that Apply:	Promoter	Ве	neficial Owner		Executive Officer	Ø	Director		General and/or Managing Partner
Full Name (Last name first, if Hsu, Tzu-Wa	individual)								
Business or Residence Address	s (Number and !	Street, C	ity, State, Zip Co	de)					
750 Battery Street, Suite 7	00, San Fransis	sco, CA	94111	_					
Check Box(es) that Apply:	Promoter	Ве	eneficial Owner		Executive Officer	Z	Director		General and/or Managing Partner
Full Name (Last name first, if	individual)								
Yeh, Elm									
Business or Residence Address 1616 Quincy Place, Honlu			ity, State, Zip Co	ode)					
Check Box(es) that Apply:	Promoter	☐ Be	neficial Owner		Executive Officer	Z	Director		General and/or Managing Partner
Full Name (Last name first, if Shen, Shang-Hung	individual)								
Business or Residence Addres 7f, No.149, Wu Kung Rd.,	•								
Check Box(es) that Apply:	Promoter	Ø Ве	eneficial Owner		Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first, if Pacven Walden Ventures	•						7.1		
Business or Residence Addres 750 Battery Street, Suite	-		•	ode)					
Check Box(es) that Apply:	Promoter	Ве	eneficial Owner		Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first, if	individual)			•					
Business or Residence Addres	s (Number and	Street, C	ity, State, Zip Co	ode)					-, <u>-</u> -,-
	(Use blan	nk sheet,	or copy and use	additi	onal copies of this sl	heet,	as necessary	·)	

					В. 11	NFORMAT	ON ABOU	T OFFERI	NG				
1.	Has the	issuer sold	l, or does th			ll, to non-a						Yes	No ⊠
2	What is	the minim	um investm					_				\$	
3.			permit joint									Yes ≅	No □
4	commis If a pers or states	sion or sim on to be lis s, list the na	ilar remune ted is an ass	ration for s sociated pe roker or de	olicitation rson or age aler. If mo	of purchase ent of a brok ore than five	ers in conne er or deale (5) persor	ection with r registered is to be list	sales of sec I with the S ed are asso	curities in the EC and/or	irectly, any he offering. with a state ons of such		
Fu	ll Name (Last name	first, if indi	vidual)									
Bu	siness or	Residence	Address (N	umber and	Street, Ci	ty, State, Z	ip Code)						
Na	me of Ass	sociated Br	oker or Dea	aler								, , , , , , , , , , , , , , , , , , ,	
Sta	ites in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit l	Purchasers	,		TT-11-10-11-11-11-11-11-11-11-11-11-11-11-			
	(Check	"All States	" or check	individual	States)	***************************************		•••••	······	•••••••••••••••••••••••••••••••••••••••	••••••	□ Al	States
	AL IL MT	AK IN NE SC	IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VT	DE MD NC VA	MA ND WA	FL MI OH WV	GA MN OK WI	MS OR WY	ID MO PA PR
Fu	Il Name (Last name	fīrst, if indi	vidual)									
Bu	siness or	Residence	Address (N	Number an	d Street, C	ity, State, 2	Zip Code)						
Na	me of Ass	sociated Br	oker or Dea	aler		- 11							
Sta	ites in Wh	nich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers	· · · · · · · · · · · · · · · · · · ·			W. 1 (M. 1		
	(Check	"All States	or check	individual	States)	***************************************	•••••	· · · · · · · · · · · · · · · · · · ·	••••••	••••••••••	•••••	☐ Al	l States
	AL IL MT RI	AK IN NE SC	IA NV SD	AR KS NH TN	CA KY NJ TX	LA NM UT	CT ME NY VT	DE MD NC VA	DC MA ND WA	FL MI OH WV	GA MN OK W1	MS OR WY	ID MO PA PR
Fu	Il Name (Last name	first, if indi	ividual)									
Bu	siness or	Residence	Address (1	Number an	d Street, C	City, State, 2	Zip Code)						
Na	me of As:	sociated Br	oker or De	aler									
Sta			Listed Has										
	(Check	"All States	s" or check	individual	States)			••••••	***************************************	***************************************		☐ Ai	l States
	AL IL MT RI	AK IN NE SC	AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	ME NY VT	MD NC VA	MA ND WA	FL MI OH WV	GA MN OK WI	MS OR WY	MO PA PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box \square and indicate in the columns below the amounts of the securities offered for exchange and		
	already exchanged. Type of Security	Aggregate Offering Price	Amount Already Sold
	Debt	0.00	s 0.00
	Equity		·
1	Common 🔽 Preferred	, <u> </u>	9
	Convertible Securities (including warrants)	0.00	¢ 0.00
	Partnership Interests		\$ 0.00
Ì	•		\$ 0.00
	Other (Specify)	7.030.032.82	
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	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number	Aggregate
		Investors	Dollar Amount of Purchases
	Accredited Investors	16	§ 3,336,153.33
	Non-accredited Investors		\$ 0.00
1	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		¥
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
:	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505		\$
	Regulation A		\$
	Rule 504		\$
	Total		\$ 0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$
	Printing and Engraving Costs		\$ 0.00
	Legal Fees		§ 100,000.00
	Accounting Fees		\$ 0.00
	Engineering Fees	_	§ 0.00
	Sales Commissions (specify finders' fees separately)		\$ 0.00
	Other Expenses (identify) Blue Sky filing fees		§ 1,000.00
	Total	_	\$ 101,000.00
l			

each of the purposes shown. If the an	ted gross proceed to the issuer used or proposed to be mount for any purpose is not known, furnish an est. The total of the payments listed must equal the adjutionse to Part C — Question 4.b above.	imate and					
		Payments to Officers, Directors, & Affiliates	Payments to Others				
Salaries and fees		\$ <u>0.00</u>	\$_0.00				
Purchase of real estate		\$ <u>0.00</u>	_ 🗆 \$ <u> </u>				
			\$0.00 \$0.00				
Construction or leasing of plant building	Construction or leasing of plant buildings and facilities						
offering that may be used in exchange	ling the value of securities involved in this for the assets or securities of another	\$ 0.00	□\$ 0.00				
			_				
			\$ 6,929,032.				
		c	020 022 02				
Total Payments Listed (column totals a	dded) D. FEDERAL SIGNATURE		5,929,032.82				
e issuer has duly caused this notice to be sig nature constitutes an undertaking by the is		his notice is filed under Ru Commission, upon writte	ule 505, the following				
e issuer has duly caused this notice to be sig nature constitutes an undertaking by the is information furnished by the issuer to an uer (Print or Type)	D. FEDERAL SIGNATURE gned by the undersigned dely authorized person. If the surer to furnish to the U.S. Septimies and Exchange	his notice is filed under Ru Commission, upon writte b)(2) of Rule 502.	ule 505, the following en request of its staff				
e issuer has duly caused this notice to be sig nature constitutes an undertaking by the is	D. FEDERAL SIGNATURE aned by the undersigned dely authorized person. If the sum of the U.S. Section and Exchange by non-accredited investor paragraph (by non-accredited investor paragraph).	his notice is filed under Ru Commission, upon writte b)(2) of Rule 502.	ule 505, the following				

1.	Is any party described in 17 CFR 23	0.262 presently subject to any o	f the disqualification	1	Yes	No
	provisions of such rule?		•••••••••••••••••••••••••••••••••••••••			X
		See Appendix, Column 5, fo	or state response.			
2.	The undersigned issuer hereby under D (17 CFR 239.500) at such times a		nistrator of any state i	n which this notice is	filed a no	tice on Forr
3.	The undersigned issuer hereby unde issuer to offerees.	rtakes to furnish to the state adm	inistrators, upon wr	itten request, inform	ation furn	ished by th
4.	The undersigned issuer represents th	at the issuer is familiar with the	conditions that mus			the Uniforn
٦.	limited Offering Exemption (ULOE) of this exemption has the burden of				iming the	availabilit
he issu	limited Offering Exemption (ULOE)	establishing that these conditions	s have been satisfied			
he issu uly aut	limited Offering Exemption (ULOE) of this exemption has the burden of the term	establishing that these conditions	s have been satisfied	Date	alf by the t	undersigne
he issu uly aut	limited Offering Exemption (ULOE) of this exemption has the burden of the has read this notification and knows thorized person. Print or Type)	establishing that these conditions the contents to be true and has dul	s have been satisfied	Date		undersigne
he issu uly aut suer (l	limited Offering Exemption (ULOE) of this exemption has the burden of the has read this notification and knows thorized person. Print or Type)	establishing that these conditions the contents to be true and has dul	s have been satisfied	Date	alf by the t	undersigne

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

1 2 3 4 Disqualification Type of security under State ULOE and aggregate Intend to sell (if yes, attach offering price Type of investor and to non-accredited explanation of investors in State offered in state amount purchased in State waiver granted) (Part B-Item 1) (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) Number of Number of Accredited Non-Accredited State Yes No Investors Investors Yes No Amount Amount AL ΑK AZAR 7,030,032.82 CA 5 \$1,233,612.42 × CO CTDE DC FL GA HI ID IL IN ΙA KS KY LA ME MD X MA 7,030,032.82 MI MNMS

APPENDIX

1 2 3 4 5 Disqualification under State ULOE Type of security Intend to sell and aggregate (if yes, attach to non-accredited offering price Type of investor and explanation of offered in state amount purchased in State investors in State waiver granted) (Part B-Item 1) (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) Number of Number of Accredited Non-Accredited State Investors Investors Yes No Amount Amount Yes No МО MT NE NVNH NJ X 7,030,032.82 NM 7,030,032.82 NY X 1 \$250,000.00 NC ND ОН OK OR PA RI SC SD TN TX UT VTVA WA WV WI

APPENDIX

<u> </u>				, , , , , , , , , , , , , , , , , , ,	ENDIX						
1		2	3 Type of security			4		under St	lification ate ULOE		
	to non-a	to sell accredited is in State 3-Item 1)	and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				amount purchased in State waiver			ation of granted)
State	Yes	No		Number of Accredited Investors	Number of Accredited Number of Non-Accredited				No		
WY											
PR											

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